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Sperone Westwater Gallery, LLC*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SPERONE WESTWATER INC. and SPERONE :
WESTWATER GALLERY, LLC, :

Plaintiffs, :

- against - :

ARCHIVIO ALIGHIERO BOETTI, :
AGATA BOETTI, MATTEO BOETTI and :
ANNEMARIE SAUZEAU, :

Defendants. :
-----X

No. 08 CV 3263 (RJH) (THK)

**DECLARATION OF FELICE
D'ALFONSO DEL SORDO
IN OPPOSITION TO
DEFENDANTS' MOTION TO
DISMISS THE COMPLAINT**

I, Felice d'Alfonso del Sordo, declare under penalty of perjury under the laws of the United States of America that the following is true and correct:

1. I am a lawyer licensed to practice law in Rome, Italy, and I maintain an office at Via Monte Santo 2, Rome, Italy. I hold a law degree from the University of Rome and was admitted to practice law in Italy in 1984.

2. I represent Sperone Westwater Inc. and Sperone Westwater Gallery, LLC (collectively, the "Gallery"), in the action that the Archivio Alighiero Boetti, Agata Boetti, Matteo Boetti and Annemarie Sauzeau (collectively, "Defendants") commenced against the Gallery and Renato Cardì ("Cardì") in January 2008 in Milan, Italy (the "Italian Suit").

3. I have known Agata Boetti, Mattco Boetti and Annemarie Sauzeau for 20 years. Each one understands and speaks English very well.

4. I have read the Gallery's Complaint filed in this action on April 1, 2008.

5. Before Defendants commenced the Italian Suit, they were in lengthy negotiations with the Gallery and myself in an attempt to avoid litigation. I know this because during 2006 and 2007, I communicated on the Gallery's behalf with Mr. Andrea Barengi, Defendants' counsel. The negotiations included plans for a meeting in September 2007 between some of the parties without their lawyers, but Defendants did not agree.

6. Without prior notice to me, Defendants initiated the Italian Suit in the intellectual-property division of the Tribunale Ordinario di Milano (the "Tribunal") in January 2008.

7. I have appeared before the Tribunal many times over the past 20 years. The Italian Suit will be presided over by one judge. There are no juries at the Tribunal.

8. The Tribunal strongly prefers oral to written testimony, and I expect that the Gallery's principals – Gian Enzo Sperone, Angela Westwater and David Leiber – probably will have to travel to Milan to give evidence.

9. To my knowledge and belief, the Tribunal has no familiarity with United States federal law or New York common law and has no experience interpreting or applying either.

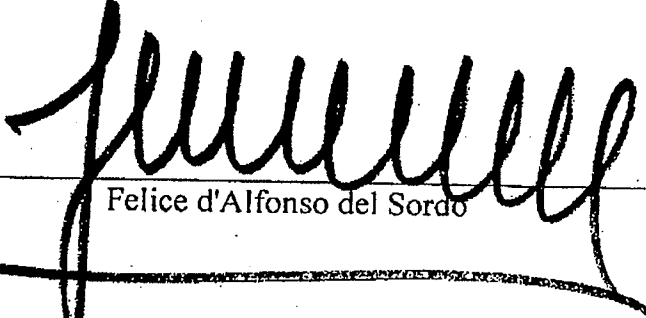
10. The Tribunal is not considered an authority on art, nor is it generally known to rule on the authenticity of a particular work of art. I believe that a party desiring such a ruling would have to request the report of an expert based on a physical examination of the artwork. Defendants have not requested any such report. Even if they were to make a request and the Tribunal granted it, I am not aware of any mechanism by which the Tribunal could compel production of the Boetti works at issue, most of which I understand from the Gallery to be in the

possession of private individuals residing in the United States. I therefore do not believe the Tribunal would be able, even if it were willing, to determine the authenticity of the works based on expert examination of them.

11. Based on my experience litigating before the Tribunal, I expect the Italian Suit to last at least three years. I will file a response to the Writ of Summons in that action on or before October 8, 2008. The initial hearing, which is a procedural formality, is scheduled for October 28, 2008. I expect that the first substantive hearing will occur four to six months later. After that, hearings likely will occur every eight or ten months.

12. In a letter to me dated April 3, 2007, Cardi stated that he had "assigned" Boetti works, including those at issue in this dispute, to the Gallery. (See attached EXHIBIT "A") In the original Italian-language letter, Cardi used the word "ceduto," which can be translated as "sold" or "assigned." In the context of the letter as a whole, I understand Cardi to say that he sold the works to the Gallery.

Executed on July 28, 2008



Felice d'Alfonso del Sordo

EXHIBIT "A"

April 3, 2007

Felice D'Alfonso del Sordo, Esq.
Via Monte Santo, 2
195 ROME

Re: Works of Alighiero Boetti

Esteemed Attorney,

In accordance with your request, I declare that I have assigned to the Sperone Westwater Gallery in New York the following works of the Maestro Alighiero Boetti:

- **DIMENTICARE IL TEMPO PERDUTO**, 1982, red, blue, green ballpoint on paper, 4 sheets, 101.5 x 286 cm;
- **UTILE DILETTEVÓLE**, 1983, red ballpoint on paper, 2 sheets, 101.5 x 143 cm;
- **AELLEIGIAACCAIEERRREOEBIOTETITIL**, 1983, blue ballpoint on paper, 71.5 x 101.5 cm;
- **CINQUE PER CINQUE VENTICINQUE**, 1983, red, blue ballpoint on green; 140 x 100 cm;
- **<VERBI REFLESSIVI**, 1983, red ballpoint on paper, 2 sheets, 100 x 140 cm, 1983;
- **IMMAGINANDO TUTTO**, 1982, blue and red ballpoint on paper, 102 x 144 cm;
- **SIMMETRIA ASIMMETRIA**, 1979, red and black ballpoint on paper, 2 sheets, 101.5 x 143 cm;
- **UNOZERO**, 1980, blue ballpoint on paper, 71.5 x 101.5 cm;
- **FAMEDIVENTO**, 1980, blue ballpoint on paper, 71.5 x 101.5 cm;
- **ALIGHIERO E BOETTI**, 1982, blue ballpoint on paper, 3 sheets, 101.5 x 214.5 cm;
- **QUANDO LE PAROLE SONO STANCHE**, 1982, black ballpoint on paper, 5 sheets, 101.5 x 357.5 cm;
- **SALEZUCCHERO**, 1988, blue ballpoint on paper, 71.5 x 101.5 cm;
- **I SEI SENSI**, 1980, blue ballpoint on paper, polyptych, 9 panels, 100 x 630 cm.

I state that of these works, in the time before the assignment, I had sent to the Archivio Alighiero Boetti all documents requested by the latter, so as to effect the formal archiving of the works.

I add that I sent to that Archivio in addition material in my possession pertaining to the traceability of the works and their provenance.

For completeness, I state that to date I still have the originals of the so-called "authentications" of which I have sent you copies.

This declaration is made by me as legal representative of the Cardi Galleria d'Arte S.r.l.
It is not of a private nature and may be revealed to any interested party.

So certified

[illegible signature]

Renato Cardi also as legal representative of the Cardi Galleria d'Arte S.r.l.



3 aprile 2007

Egr.sig.
Avv. Felice D'Alfonso del Sordo
Via Monte Santo, 2
195 ROMA

Opere di Alighiero Boetti

Egregio Avvocato,
come da Sua richiesta dichiaro di aver ceduto dietro corrispettivo alla Galleria Sperone Westwater di New York le seguenti opere del maestro Alighiero Boetti:

- DIMENTICARE IL TEMPO PERDUTO, 1982, biro rossa, blu, verde su carta, 4 fogli, cm. 101.5 x 286;
- UTILE DILETTEVOLE, 1983, biro rossa su carta, 2 fogli, cm. 101.5 x 143;
- AELLEIGIAACCAIEERREOEIBIOETITIL, 1983, biro blu su carta, cm. 71.5 x 101.5;
- CINQUE PER CINQUE VENTICINQUE, 1983, biro rossa, blu su verde, cm. 140 x 100;
- <VERBI RIFLESSIVI, 1983, biro rossa su carta, 2 fogli, cm. 100 x 140, 1983;
- IMMAGINANDO TUTTO, 1982, biro blu e rossa su carta, cm. 102 x 144;
- SIMMETRIA ASIMMETRIA, 1979, biro rossa e nera su carta, 2 fogli, cm. 101.5 x 143;
- UNOZERO, 1980, biro blu su carta, cm. 71.5 x 101.5;
- FAMEDIVENTO, 1980, biro blu su carta, cm. 71.5 x 101.5;
- ALIGHIERO E BOETTI, 1982, biro blu su carta, 3 fogli, cm. 101.5 x 214.5;
- QUANDO LE PAROLE SONO STANCHE, 1982, biro nera su carta, 5 fogli, cm. 101.5 x 357.5;
- SALEZUCCHERO, 1988, biro blu su carta, cm. 71.5 x 101.5;
- I SEI SENSI, 1980, biro blu su carta, polittico, 9 pannelli, cm. 100 x 630.

Preciso che di queste opere, in epoca precedente alla cessione avevo inoltrato all'archivio Alighiero Boetti tutta la documentazione che quest'ultimo richiedeva al fine di effettuare l'archiviazione formale delle opere.

Aggiungo di aver inviato al suddetto archivio anche materiale in mio possesso attinente alla tracciabilità delle opere e della loro provenienza.

Per completezza significo che tutt'ora conservo gli originali delle c.d. "autentiche" le cui copie ho inviato.

La presente dichiarazione viene da me effettuata anche come legale rappresentante della Cardì Galleria d'Arte S.r.l..

Non ha carattere privato e può essere comunicata a chiunque abbia interesse.

In fede


Cardì Renato anche quale legale rappresentante della Cardì Galleria d'Arte S.r.l.

Carol E. Post
Notary Public, State of New York
No. 01PO6049301
Qualified in Kings County
Commission Expires Oct. 10, 2005
Certificate Filed in New York County